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**AMENDMENT, EXTENSION, RATIFICATION & REVIVOR OF OIL AND GAS LEASE**

STATE OF TEXAS

COUNTY OF TARRANT

) ) )

KNOW ALL MEN BY THESE PRESENTS

**WHEREAS**, a certain Oil and Gas Lease dated 7/1/2007 was executed by and between Thomas M. Rall and Karen H. Rall and Chesapeake Exploration Limited Partnership, as Lessee; the Oil and Gas Lease and/or Memorandum of Oil and Gas Lease being recorded in D207358481 of the official public records of TARRANT County, Texas, ("the Lease"), covering the following described lands:

**25 ACRES OF LAND LOCATED IN THE CHARLES S. THURBER SURVEY, ABSTRACT 1893, TARRANT COUNTY, TEXAS AND BEING A PART OF THE TRACT OF LAND CONVEYED TO E.G. RALL BY DEED RECORDED IN VOLUME 1256, PAGE 531 OF THE DEED RECORDS OF TARRANT COUNTY, TEXAS, BEING MORE PARTICULARLY DESCRIBED THEREIN.**

**WHEREAS**, it is the intent of the parties hereto, that any and all lands covered under said lease are subject to the terms of this agreement, whether or not specifically described herein; and,

**WHEREAS**, the Lease has expired and prior to the expiration of said lease, the working interest thereunto appertaining was owned of record by **Chesapeake Exploration, LLC (a/k/a Chesapeake Exploration Limited Partnership) and Total E&P USA., Inc.**, and it is now the desire of Lessor to adopt, ratify, revive, confirm and extend said Lease;

**NOW, THEREFORE**, for good and valuable consideration in hand paid to the undersigned by **Chesapeake Exploration, LLC (a/k/a Chesapeake Exploration Limited Partnership) and Total E&P USA., Inc.** the receipt and sufficiency of which is hereby acknowledged; the undersigned do hereby amend the Lease to allow and provide for an extension of the Lease for an additional term of three (3) years, being until 7/1/2013 and for as long thereafter as oil or gas, or either of them, is produced from said land or lands pooled therewith and as long thereafter as producing and the undersigned does hereby specifically adopt, ratify, revive, confirm and extend said lease in all of its terms and provisions and do hereby demise, lease and let said premises unto **Chesapeake Exploration, LLC (a/k/a Chesapeake Exploration Limited Partnership) and Total E&P USA., Inc.** its successors and assigns, subject to and in accordance herewith, and do hereby declare and agree that the said Lease in all of its provisions is binding, and that the same is a valid and subsisting Oil and Gas Lease.

**FURTHER**, Lessor, and their successors and assigns, hereby grants Lessee an option to extend the primary term of this lease for an additional period of 3 years from the end of the primary term by paying or tendering to Lessor prior to the end of the primary term the same bonus consideration, terms and conditions as granted for this Amendment, Extension, Ratification & Revivor of Oil and Gas Lease.

**FURTHER**, the provisions hereof shall be binding upon the parties hereto, their respective heirs, legatees, devisees, personal representatives, successors and assigns.

EXECUTED this 25th day of Jan, 2011.

LESSOR:

Thomas M. Rall  
Thomas M. Rall

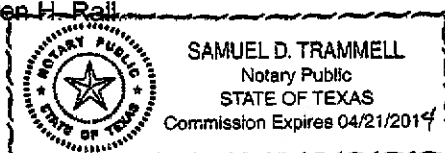
Karen H. Rall  
Karen H. Rall

**ACKNOWLEDGEMENT**

THE STATE OF Texas  
COUNTY OF Tarrant

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This instrument was acknowledged before me on this the 25th day of January, 2011, by Thomas M. Rall and Karen H. Rall.



Samuel D. Trammell  
Notary Public